

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	x
LEHMAN BROTHERS HOLDINGS, INC. et al.,	:	Chapter 11
Debtors.	:	Case No. 08-13555 (JMP)
	:	(Jointly Administered)
	x	

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**ORDER GRANTING APPLICATION FOR THE ALLOWANCE  
OF INTERIM COMPENSATION FOR THE PERIOD OF  
OCTOBER 1, 2010 THROUGH JANUARY 31, 2011 FOR PROFESSIONAL  
SERVICES PERFORMED AND REIMBURSEMENT OF  
ACTUAL AND NECESSARY EXPENSES INCURRED AND OTHER RELIEF**

Upon consideration of the application (the “Application”) of Weil Gotshal & Manges LLP (“Weil”) for allowance of interim compensation for professional services performed and reimbursement of actual and necessary expenses incurred during the period October 1, 2010 through January 31, 2011 (the “Application Period”), pursuant to section 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure; and Weil having voluntarily reduced the amount of requested compensation for the Application Period from \$37,008,258.50 to \$36,781,586.67 and its requested reimbursement of expenses from \$1,063,670.14 to \$1,059,376.54 after discussions with the fee committee appointed in these chapter 11 cases with respect to the Application; and Weil and the fee committee having agreed to defer, without prejudice, Weil’s request for allowance of \$932,962.00 of compensation for the Application Period; and after due notice pursuant to the second amended order dated June 17, 2010 governing case management and administrative procedures [ECF No. 9635]; and there being no objections to the allowance of the amounts set forth on Schedule A; and after due consideration and upon all of the proceedings had before the Court, and sufficient cause appearing therefor, it is hereby

ORDERED, that the Application is granted to the extent provided in Schedule A.

Dated: New York, New York  
February 7, 2012

*s/ James M. Peck*  
Honorable James M. Peck  
United States Bankruptcy Judge

**SCHEDULE A**

**CURRENT INTERIM FEE PERIOD**  
**October 1, 2010 through January 31, 2011**  
**(Seventh Fee Period)**

Case No.: 08-13555 (JMP) (Chapter 11)

Case Name: In re Lehman Brothers Holdings, Inc., *et al.*

Applicant	Date/ Document Number of Application	Interim Fees Requested on Application	Fees Allowed	Fees to be Paid for Current Fee Period	Fees to be Paid for Prior Fee Period(s) (if any) (Including Fees Held Back)	Total Fees to be Paid	Interim Expenses Requested	Expenses to be Paid for Current Fee Period <sup>1</sup>
		(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Weil, Gotshal & Manges LLP	June 2, 2011 17347	37,008,258.50	35,848,624.67	6,083,117.87	0.00	6,083,117.87	1,063,670.14	0.00

Schedule A

Dated: 2/7/12

INITIALS: JMP, USBJ

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<sup>1</sup> In accordance with the Court's *Third Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [ECF No. 4165], Weil received 100% of the payments it requested as reimbursement for expenses incurred in the Application Period. After taking into account subsequent voluntary reductions, Weil received a total of \$4,457.26 more than it should have for expenses for the Application Period. Accordingly, the Debtors will deduct this amount from the above total of "Fees to be Paid for Current Fee Period" when making payment to Weil pursuant to this Order.

**SCHEDULE B**

**CUMULATIVE FEE APPLICATIONS**  
**(September 15, 2008 Through and Including January 31, 2011)**

Case No.: 08-13555 (JMP) (Chapter 11)

Case Name: In re Lehman Brothers Holdings, Inc., *et al.*

Applicant	Total Fees Requested (\$)	Total Fees Paid (including amounts to be paid pursuant to this Order) (\$)	Total Expenses Requested (\$)	Total Expenses Paid (including amounts to be paid pursuant to this Order) (\$)
Weil, Gotshal & Manges LLP	312,410,017.14	308,535,393.29	8,092,773.14	7,958,912.02

**Schedule B**

**Dated: 2/7/12**

**INITIALS: JMP, USBJ**